

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

SERGEY ALEJNIKOV,

Plaintiff,

v.

THE GOLDMAN SACHS GROUP,
INC.,

Defendant.

No. 12-cv-5994-KM-MAH

**AFFIDAVIT OF
CAROLINE HELLER
SBERLATI**

Caroline Heller Sberlati, being first duly sworn, states:

1. I am a managing director of Goldman, Sachs & Co. (“GSCo.”) in the Securities HCM department within the Human Capital Management Division. I have been employed by GSCo. since July 31, 2000. Unless otherwise noted, the following is based on my personal knowledge and review of records of GSCo. and of The Goldman Sachs Group, Inc. (“GS Group”), the publicly-held parent company of the Goldman Sachs organization (collectively, the “firm”). If called upon to do so, I could and would testify competently to the matters set forth herein.

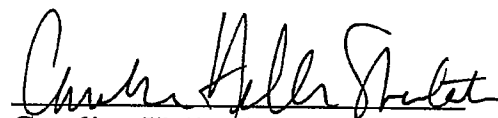
2. Within GSCo., “vice president” is a functional title simply denoting a relative level of seniority.

3. In order of increasing seniority, such titles are: analyst; associate; vice president; managing director; partner.

4. There are many thousands of vice presidents (and their equivalents overseas) within GSCo. and the firm, and approximately two thousand vice presidents (and their equivalents overseas) within the firm's global Securities Division, which includes the Equities Division.

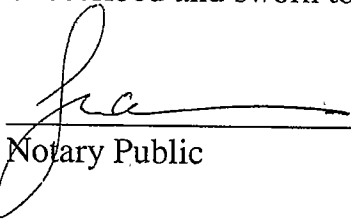
5. Sergey Aleynikov was an employee of GSCo. He has never been an employee of GS Group.

I declare under penalty of perjury that the foregoing is true and correct.



Caroline Heller Sberlati
Managing Director
Goldman, Sachs & Co.

Subscribed and sworn to before me this 10th day of October, 2012.



Notary Public

JOANNA M. LANE
NOTARY PUBLIC-STATE OF NEW YORK
No. 02LA6244131
Qualified In New York County
My Commission Expires July 27, 2015